

United States Bankruptcy Court
Eastern District of Tennessee

Page 1 of 60

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Gary Phillips Construction, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): 20-4991898	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 235 Allison Cove Trail Piney Flats, TN	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 37686	ZIP CODE
County of Residence or of the Principal Place of Business: Sullivan	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE	ZIP CODE

Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box)	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	

Statistical/Administrative Information	THIS SPACE IS FOR COURT USE ONLY
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	
Estimated Number of Creditors <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> 1- 50- 100- 200- 1,000- 5,001- 10,001- 25,001- 50,001- Over 49 99 199 999 5,000 10,000 25,000 50,000 100,000 100,000	
Estimated Assets <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> \$0 to \$50,001 to \$100,001 to \$500,001 to \$1,000,001 to \$10,000,001 to \$50,000,001 to \$100,000,001 to \$500,000,001 to \$1 billion More than \$50,000 \$100,000 \$500,000 \$1 million \$10 million \$50 million \$100 million \$500 million \$1 billion \$1 billion	
Estimated Liabilities <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> \$0 to \$50,001 to \$100,001 to \$500,001 to \$1,000,001 to \$10,000,001 to \$50,000,001 to \$100,000,001 to \$500,000,001 to \$1 billion More than \$50,000 \$100,000 \$500,000 \$1 million \$10 million \$50 million \$100 million \$500 million \$1 billion \$1 billion	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Document	Page 2 of 60 Name of Debtor(s): Gary Phillips Construction, LLC
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: NONE	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: NONE	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A		Exhibit B	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<input checked="" type="checkbox"/> Not Applicable <small>Signature of Attorney for Debtor(s) _____ Date _____</small>	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following).			
(Name of landlord that obtained judgment) _____			
(Address of landlord) _____			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p>Voluntary Petition (This page must be completed and filed in every case)</p>	<p>Document Page 3 of 60 Name of Debtor(s): Gary Phillips Construction, LLC</p>
<p align="center">Signatures</p>	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X Not Applicable</p> <p>Signature of Debtor</p> <p>X Not Applicable</p> <p>Signature of Joint Debtor</p> <p>Telephone Number (If not represented by attorney)</p> <p>Date</p>	<p>Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X Not Applicable</p> <p>(Signature of Foreign Representative)</p> <p>(Printed Name of Foreign Representative)</p> <p>Date</p>
<p>Signature of Attorney</p> <p>X /s/Fred M. Leonard</p> <p>Signature of Attorney for Debtor(s)</p> <p>Fred M. Leonard Bar No. 001525</p> <p>Printed Name of Attorney for Debtor(s) / Bar No.</p> <p>Fred M. Leonard</p> <p>Firm Name</p> <p>27 Sixth Street Bristol, TN 37620</p> <p>Address</p> <p>(423) 968-3151 (423) 968-7221</p> <p>Telephone Number</p> <p>12/3/2010</p> <p>Date</p> <p>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</p>	<p>Signature of Non-Attorney Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>Not Applicable</p> <p>Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>Address</p> <p>X Not Applicable</p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X s/ Gary Phillips</p> <p>Signature of Authorized Individual</p> <p>Gary Phillips</p> <p>Printed Name of Authorized Individual</p> <p>Sole-Member</p> <p>Title of Authorized Individual</p> <p>12/3/2010</p> <p>Date</p>	

UNITED STATES BANKRUPTCY COURT
Eastern District of Tennessee

In re: Gary Phillips Construction, LLC →
Debtor

Case No. _____
(If known)

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
918,900.00	Gross receipts	2008
46,123.00	Gross Income	2009

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
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3. Payments to creditors

Complete a. or b., as appropriate, and c.

None a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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*Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Preston Menees Specialty vs. Gary Phillips Construction 28943	collection	General Sessions Court Circuit Court of Washington County	Appealed 11/9/10
Regions Bank vs. Gary Phillips Construction, Gary Phillips, Karla Phillips and Probuild Co. C0017495	Complaint for reformation and/or reinstatement of Deed of Trust, Complaint for Breach of Contract	Chancery Court For Sullivan Co. Tenn at Blountille	filed on 11/16/10
Ronnie E. Childress d/b/a Childress Heating, AC & Refrigeration vs. Gary Phillips Construction C92871	collection	Sullivan County, TN General Sessions Court	Counterclaim
Arthur S. Roberts, Jr. d/b/a Country Aire Construction vs. Gary Phillips Construction LLC and Phillips Rental Properties, LLC 27952	collection	Law court of Johnson City For Washington County	Mechanics Lien filed
Probuild Company, LLC vs. Gary Phillips construction, LLC 27492	collection/judgment entered	Carter County Chancery Court Elizabethton, TN	judgment entered
Delta Gypsum vs. Gary Phillips Construction	collection	General Sessions Court Circuit Court of Washington Co.	Appealed

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND ADDRESS OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR <i>See Disclosure of Attorney</i>	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY <i>See Disclosure of Attorney</i>
Fred M. Leonard 27 Sixth Street Bristol, TN 37620		

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFeree, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR' INTEREST IN PROPERTY

11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY

13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF

14. Property held for another person

None

List all property owned by another person that the debtor holds or controls.

<input checked="" type="checkbox"/>	NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None

If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None

a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None

b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within the **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the business, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
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Lewis & Associates, PC, CPA's
Princeton Prof. Bldg
136 Princeton Rd.
Johnson City, TN 37601

None b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
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None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
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20. Inventories

None <input checked="" type="checkbox"/>	a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.	
	DATE OF INVENTORY	INVENTORY SUPERVISOR
	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)	

None <input checked="" type="checkbox"/>	b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.	
	DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

21. Current Partners, Officers, Directors and Shareholders

None <input checked="" type="checkbox"/>	a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.		
	NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
None <input type="checkbox"/>	b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.		
	NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
	Gary Phillips 235 Allison Cove Trail Piney Flats, TN 37686	sole member	100%

22. Former partners, officers, directors and shareholders

None <input checked="" type="checkbox"/>	a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.		
	NAME	ADDRESS	DATE OF WITHDRAWAL
None <input checked="" type="checkbox"/>	b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.		
	NAME AND ADDRESS	TITLE	DATE OF TERMINATION

23. Withdrawals from a partnership or distributions by a corporation

None <input checked="" type="checkbox"/>	If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.		
	NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY

24. Tax Consolidation Group.

None <input checked="" type="checkbox"/>	If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.	
	NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

None

If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

* * * * *

[If completed on behalf of a partnership or corporation]

I, declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 12/3/2010

Signature s/ Gary Phillips

Gary Phillips, Sole-Member

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

 continuation sheets attached

B6A (Official Form 6A) (12/07)

In re: Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE A - REAL PROPERTY

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
209 Chesterfield Dr, lot 19-Detention pond			\$ 1,500.00	\$ 0.00
221 Alta Tree Drive - lot 11 - Detention Pond			\$ 1,500.00	\$ 0.00
474 Grovemont Place - lot 42			\$ 42,000.00	\$ 0.00
478 Grovemont - Allison Hills #43			\$ 285,000.00	\$ 0.00
490 Grovemont Place - lot 103			\$ 60,000.00	\$ 0.00
494 Grovemont Place, lot 104			\$ 60,000.00	\$ 0.00
498 Grovemont Place, lot 46			\$ 60,000.00	\$ 0.00
Allison Hills #44 (482 Grovemont)			\$ 229,900.00	\$ 111,940.00
Allison Hills Subdivision Phase IV (11 lots)			\$ 418,600.00	\$ 267,097.00
Allison Hills Subdivision Phase V and VI (22 acres)			\$ 366,800.00	\$ 139,535.00
Allison Ridge subdivision - Lot 10 (984 Allison Rd)			\$ 178,000.00	\$ 139,939.40
Allison Ridge Subdivision - Lot 15 (952 Allison Rd)			\$ 309,000.00	\$ 158,960.00
Allison Ridge Subdivision - Lot 8 (spec house) (1000 Allison Rd)			\$ 187,900.00	\$ 139,200.00
Allison Ridge Subdivision - Lot 9 (Spec House) (992 Allison Rd)			\$ 175,000.00	\$ 148,000.00
Allison Ridge Subdivision, Piney Flats, TN (A&D Loan) - 12 lots			\$ 420,000.00	\$ 212,500.00
Brookside Village Subdivision development (never started site work)			\$1,290,000.00	\$ 363,229.04

B6A (Official Form 6A) (12/07) - Cont.

In re: Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE A - REAL PROPERTY

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Cardinal Forest - 11 lots			\$ 293,333.00	\$ 278,666.00
Cardinal forest - 4 spec houses			\$ 756,700.00	\$ 539,388.00
Cold Water Cove (28.5 acres, 7.5 acres, 6.6 acres)			\$1,518,568.00	\$1,022,292.00
Coldwater Cove, 309,313,317,321,325,341, 345, 349, 369, 373, 377, 381 385 and 389 Coldwater Dr			\$1,638,800.00	\$1,228,216.83
Indian Ridge - Church of God- Lot 7			\$ 20,300.00	\$ 0.00
MB 27 Spec house (421 Brook Side Drive)			\$ 180,000.00	\$ 144,000.00
MB10 Spec House (410 Brook Side Dr)			\$ 171,000.00	\$ 71,897.15
MB13 Spec house (500 Clear Brook Dr)			\$ 225,200.00	\$ 77,964.31
MB14 Spec house (502 Clear Brook Dr)			\$ 194,900.00	\$ 48,186.91
MB28 Spec house (419 Brook Side Dr)			\$ 181,000.00	\$ 67,372.54
The Village at Beechwood Meadows Phase III- 22 lots			\$1,155,000.00	\$ 391,708.02
VB 71 spec house			\$ 45,560.00	\$ 0.00
VB1 spec house			\$ 46,580.00	\$ 46,580.00
VB2 spec house plus extra lot 3			\$ 293,500.00	\$ 212,144.00
VB51 speck house			\$ 45,488.00	\$ 0.00

In re: Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE A - REAL PROPERTY

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
VB52 speck house			\$ 45,480.00	\$ 0.00
VB70 spec house			\$ 45,480.00	\$ 0.00
Village at Beechwood - Phase 1, Sec. 2 (16 lots)			\$ 720,000.00	\$ 0.00
Villas at the Old Mill - Gray, TN (431, 438, 444, 448, 449, 456 Old Grist Mill Blvd)			\$1,153,300.00	\$ 815,176.00
Total		➤	\$12,815,389.00	

(Report also on Summary of Schedules.)

In re Gary Phillips Construction, LLC

Case No. _____

Debtor

(If known)

SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of Tennessee #1574811749 - Savings		141.47
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of TN #113204		860.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Citizens Bank #1085787 - checking		15.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Citizens Bank #11311840 Savings		5,576.28
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Commercial Bank #160046614 - Savings		25,026.51
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Commercial Bank #16023947 - Draw Account		0.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Elizabethton Federal #161250944 - business checking		3,036.67
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Elizabethton Federal #561250303 - payroll checking		54.63
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Regions #42720876 checking		30.29

In re **Gary Phillips Construction, LLC**

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Regions #52266559 Money Market		468.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			

B6B (Official Form 6B) (12/07) -- Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		1986 AutoCar Dump Truck #0787		7,500.00
Automobiles, trucks, trailers, and other vehicles and accessories.		1986 Ford FD F8000 water truck #1095		5,000.00
Automobiles, trucks, trailers, and other vehicles and accessories.		2000 Ford F250 Super Duty #8532		13,000.00
Automobiles, trucks, trailers, and other vehicles and accessories.		2002 Redi Haul Trailer		1,500.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment and supplies used in business.		1977 CAT 815 Compactor #0224		26,000.00
Machinery, fixtures, equipment and supplies used in business.		1995 Caterpillar 320L Excavator #2751		15,000.00
Machinery, fixtures, equipment and supplies used in business.		2000 Caterpillar D6-GRLX dozer #2871		65,000.00
Machinery, fixtures, equipment and supplies used in business.		2002 Terex backhoe #5729		12,000.00
Machinery, fixtures, equipment and supplies used in business.		2003 435 Mini Excavator #1073		21,000.00
Machinery, fixtures, equipment and supplies used in business.		2004 T300 Bobcat #2772		15,000.00
Machinery, fixtures, equipment and supplies used in business.		2005 Terex Track Drill #5E30		95,000.00

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
29. Machinery, fixtures, equipment and supplies used in business.		2007 Kent Hammer KF22QT #3537		30,000.00
Machinery, fixtures, equipment and supplies used in business.		2007 Linkbelt Trackhoe #2376		95,000.00
Machinery, fixtures, equipment and supplies used in business.		TBD - HB980 Breaker for 331/334		4,100.00
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
<u>3</u> continuation sheets attached			Total ➤	\$ 440,308.85

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re Gary Phillips Construction, LLC

Debtor

Case No.

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.						1,022,292.00	0.00
Citizens Bank PO Box 1900 Elizabethton, TN 37643		Deed of Trust Cold Water Cove (28.5 acres, 7.5 acres, 6.6 acres) VALUE \$1,518,568.00					
ACCOUNT NO.						1,228,217.00	0.00
Citizens Bank PO Box 1900 Elizabethton, TN 37643		Deed of Trust Coldwater Cove, 309,313,317,321,325,341, 345, 349, 369, 373, 377, 381 385 and 389 Coldwater Dr VALUE \$1,638,800.00					
ACCOUNT NO.						139,535.00	0.00
Commercial Bank PO Box 400 Harrogate, TN 37752-0400		Deed of Trust Allison Hills Subdivision Phase V and VI (22 acres) VALUE \$366,800.00					
ACCOUNT NO.						267,097.00	0.00
Commercial Bank PO Box 400 Harrogate, TN 37752-0400		Deed of Trust Allison Hills Subdivision Phase IV (11 lots) VALUE \$418,600.00					

4

continuation sheets
attachedSubtotal >
(Total of this page)

\$ 2,657,141.00 \$ 0.00

Total >
(Use only on last page)

\$ \$

(Report also on Summary of
Schedules) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC

Debtor

Case No.

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.							71,000.00	0.00
De Lage Landen PO Box 41601 Philadelphia, PA 19101			Security Agreement 2007 Linkbelt Trackhoe #2376 VALUE \$95,000.00					
ACCOUNT NO.							80,000.00	0.00
De Lage Landen PO Box 41601 Philadelphia, PA 19101-1601			Security Agreement 2005 Terex Track Drill #5E30 VALUE \$95,000.00					
ACCOUNT NO.							815,176.00	0.00
First Bank & Trust PO Box 1000 Abingdon, VA 24212			Deed of Trust Villas at the Old Mill - Gray, TN (431, 438, 444, 448, 449, 456 Old Grist Mill Blvd) VALUE \$1,153,300.00					
ACCOUNT NO.							363,229.00	0.00
First TN Bank PO Box 31 Memphis, TN 38101-0031			Security Agreement Brookside Village Subdivision development (never started site work) VALUE \$1,290,000.00					
ACCOUNT NO.							77,964.31	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust MB13 Spec house (500 Clear Brook Dr) VALUE \$225,200.00					

Sheet no. 1 of 4 continuation
sheets attached to Schedule of
Creditors Holding Secured
ClaimsSubtotal ➤
(Total of this page)

\$ 1,407,369.31	\$ 0.00
\$	\$

Total ➤
(Use only on last page)(Report also on Summary of
Schedules) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC

Debtor

Case No.

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.							48,186.91	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust MB14 Spec house (502 Clear Brook Dr) VALUE \$194,900.00					
ACCOUNT NO.							144,000.00	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust MB 27 Spec house (421 Brook Side Drive) VALUE \$180,000.00					
ACCOUNT NO.							67,372.54	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust MB28 Spec house (419 Brook Side Dr) VALUE \$181,000.00					
ACCOUNT NO.							391,708.02	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust The Village at Beechwood Meadows Phase III- 22 lots VALUE \$1,155,000.00					
ACCOUNT NO.							46,580.00	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust VB1 spec house VALUE \$46,580.00					

Sheet no. 2 of 4 continuation
sheets attached to Schedule of
Creditors Holding Secured
ClaimsSubtotal >
(Total of this page)

\$ 697,847.47	\$ 0.00
\$	\$

Total >
(Use only on last page)(Report also on Summary of
Schedules) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC

Debtor

Case No.

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.							212,144.00	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust VB2 spec house plus extra lot 3 VALUE \$293,500.00					
ACCOUNT NO.							71,897.15	0.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Deed of Trust MB10 Spec House (410 Brook Side Dr) VALUE \$171,000.00					
ACCOUNT NO.							158,960.00	0.00
Tri-Summit Bank PO Box 628 Kingsport, TN 37662			Security Agreement Allison Ridge Subdivision - Lot 15 (952 Allison Rd) VALUE \$309,000.00					
ACCOUNT NO.							139,939.40	0.00
Tri-Summit Bank PO Box 628 Kingsport, TN 37662			Deed of Trust Allison Ridge subdivision - Lot 10 (984 Allison Rd) VALUE \$178,000.00					
ACCOUNT NO.							148,000.00	0.00
Tri-Summit Bank PO Box 628 Kingsport, TN 37662			Deed of Trust Allison Ridge Subdivision - Lot 9 (Spec House) (992 Allison Rd) VALUE \$175,000.00					

Sheet no. 3 of 4 continuation
sheets attached to Schedule of
Creditors Holding Secured
ClaimsSubtotal ➤
(Total of this page)

\$ 730,940.55	\$ 0.00
\$	\$

Total ➤
(Use only on last page)(Report also on Summary of
Schedules) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC

Debtor

Case No.

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.						212,500.00	0.00
Tri-Summit Bank PO Box 628 Kingsport, TN 37662		Deed of Trust Allison Ridge Subdivision, Piney Flats, TN (A&D Loan) - 12 lots VALUE \$420,000.00					
ACCOUNT NO.						139,200.00	0.00
Tri-Summit Bank PO Box 628 Kingsport, TN 37662		Deed of Trust Allison Ridge Subdivision - Lot 8 (spec house) (1000 Allison Rd) VALUE \$187,900.00					
ACCOUNT NO.						539,388.00	0.00
TruPoint PO Box 1010 Grundy, VA 24614		Deed of Trust Cardinal forest - 4 spec houses VALUE \$756,700.00					
ACCOUNT NO.						278,666.00	0.00
TruPoint PO Box 1010 Grundy, VA 24614		Deed of Trust Cardinal Forest - 11 lots VALUE \$293,333.00					

Sheet no. 4 of 4 continuation
sheets attached to Schedule of
Creditors Holding Secured
ClaimsSubtotal ➤
(Total of this page)

\$ 1,169,754.00	\$ 0.00
\$ 6,663,052.33	\$ 0.00

Total ➤
(Use only on last page)(Report also on Summary of
Schedules) (If applicable, report
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re Gary Phillips Construction, LLC
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**
(Continuation Sheet)**Type of Priority: Deposits by Individuals**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Adam Brooks 444 Old Grist Mill Gray, TN 37659			rental deposit				800.00	800.00	\$0.00
ACCOUNT NO. Arlene Jarvis c/o Crye-Leike Realtors 128 Princeton Rd., Suite #2 Johnson City, TN 37601			deposit for real estate contract (MB27 Brook Side Drive)				3,000.00	3,000.00	\$0.00
ACCOUNT NO. Barbara Marshall 341 Coldwater Drive Johnson City, TN 37601			rental deposit				1,200.00	1,200.00	\$0.00
ACCOUNT NO. Betty Little 704 Willow Springs Rd. Elizabethton, TN 37643			deposit for real estate contract - Riverstone Lot 6				4,000.00	2,625.00	\$0.00
ACCOUNT NO. Bill and Angie Brown c/o Stephanie Conner, Broker 128 Princeton Rd, Suite #2 Johnson City, TN 37601			deposit for real estate contract - AR15 - 952 Allison Road (non-refundable upgrades)				20,000.00	2,425.00	\$0.00
ACCOUNT NO. Blake Cantwell 448 Old Grist Mill Gray, TN 37659			rental deposit				1,000.00	1,000.00	\$0.00

Sheet no. 1 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotals
(Totals of this page)

\$ 30,000.00	\$ 11,050.00	\$ 0.00
\$		
	\$	\$

Total
(Use only on last page of the completed
Schedule E. Report also on the Summary of
Schedules.)Total
(Use only on last page of the completed
Schedule E. If applicable, report also on the
Statistical Summary of Certain Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**
(Continuation Sheet)**Type of Priority: Deposits by Individuals**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Elliott and Angelique Welch 125 Bernie Lewis Road Elizabethton, TN 37643			deposit for real estate contract MB13 - 500 Brook Side Drive (non-refundable upgrades)				5,000.00	2,425.00	\$0.00
ACCOUNT NO. Harold Lynn Barnes 984 Allison Road Piney Flats, TN 37686			rental deposit				1,500.00	1,500.00	\$0.00
ACCOUNT NO. Jack Nuckolls 438 Old Grist Mill Gray, TN 37659			rental deposit				925.00	925.00	\$0.00
ACCOUNT NO. Janine Dischert 345 Coldwater Drive Johnson City, TN 37601			rental deposit				1,400.00	1,400.00	\$0.00
ACCOUNT NO. Jason Hall 349 Coldwater Drive Johnson City, TN 37601			rental deposit				1,000.00	1,000.00	\$0.00
ACCOUNT NO. Jeremy Frazier 449 Old Grist Mill Gray, TN 37659			rental deposit				1,150.00	1,150.00	\$0.00

Sheet no. 2 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotals
(Totals of this page)

\$ 10,975.00	\$ 8,400.00	\$ 0.00
\$		
	\$	\$

Total
(Use only on last page of the completed
Schedule E. Report also on the Summary of
Schedules.)Total
(Use only on last page of the completed
Schedule E. If applicable, report also on the
Statistical Summary of Certain Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**
(Continuation Sheet)**Type of Priority: Deposits by Individuals**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Josh White 309 Coldwater Drive Johnson City, TN 37601			rental deposit				1,200.00	1,200.00	\$0.00
ACCOUNT NO. Michael Wagner 313 Coldwater Drive Johnson City, TN 37601			rental deposit				1,675.00	1,675.00	\$0.00
ACCOUNT NO. Myreon Martin 325 Coldwater Drive Johnson City, TN 37601			rental deposit				1,000.00	1,000.00	\$0.00
ACCOUNT NO. Rebecca White 5 Shelldrake Johnson City, TN 37601			deposit for real estate contract 77 Durham				1,000.00	1,000.00	\$0.00
ACCOUNT NO. Robert Alworth 321 Coldwater Drive Johnson City, TN 37601			rental deposit				1,375.00	1,375.00	\$0.00
ACCOUNT NO. William Barrett 431 Old Grist Mill Gray, TN 37659			rental deposit				1,075.00	1,075.00	\$0.00

Sheet no. 3 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotals
(Totals of this page)

\$ 7,325.00	\$ 7,325.00	\$ 0.00
\$		
	\$	\$

Total
(Use only on last page of the completed
Schedule E. Report also on the Summary of
Schedules.)Total
(Use only on last page of the completed
Schedule E. If applicable, report also on the
Statistical Summary of Certain Liabilities and
Related Data.)

In re Gary Phillips Construction, LLC
DebtorCase No. _____
(If known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**
(Continuation Sheet)**Type of Priority: Deposits by Individuals**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODETOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Zach & Katherine fillers 1310 Woodbury Drive Knoxville, TN 37912			deposit for real estate contract - AH44 - 482 Grovement				4,480.00	2,525.00	\$1,955.00

Sheet no. 4 of 4 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotals
(Totals of this page)Total
(Use only on last page of the completed
Schedule E. Report also on the Summary of
Schedules.)Total
(Use only on last page of the completed
Schedule E. If applicable, report also on the
Statistical Summary of Certain Liabilities and
Related Data.)

\$ 4,480.00	\$ 2,525.00	\$ 1,955.00
\$ 52,780.00		
	\$ 29,300.00	\$ 1,955.00

In re Gary Phillips Construction, LLC
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							9,737.26
31 W Insulation PO Box 306010 Nashville, TN 37230-6010							
ACCOUNT NO.							6,500.00
A Grant Dunn 2602 Upper Middle Creek Rd. Sevierville, TN 37876							
ACCOUNT NO.				X	X	X	10,160.99
ABC Supply 301 Perimeter Point Blvd Winston Salem, NC 27105-3543							
ACCOUNT NO.							5,254.00
All Seasons Insulation 501 Rolling Hills Drive Johnson City, TN 37604-5353							
ACCOUNT NO.				X	X	X	42,219.23
Arthus S. Roberts/Country Air Construction c/o Thomas J. Seeley, III, Esq. PO Box 308 Jonesbrough, TN 37659			law suit filed/countersuit				

10 Continuation sheets attached

Subtotal	➤	\$ 73,871.48
Total	➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X	X	X	4,997.77
Bakers Construction Services PO Box 417 Piney flats, TN 37686							
ACCOUNT NO.							700.00
Bobcat of Mt. Empire PO Box 3856 Johnson City, TN 37602							
ACCOUNT NO.							45,311.00
Braken Paving PO Box 926 Blountville, TN 37617							
ACCOUNT NO.							5,892.59
Builders First Source PO Box 402616 Atlanta, GA 30384-2616							
ACCOUNT NO.							15,087.79
CES Electrical Supply PO Box 16886 Greensboro, NC 27416							

Sheet no. 1 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤ \$ 71,989.15
Total ➤ \$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X	X	X	22,407.00
Cline Holder Electric Supply PO Box 1660 Elizabethton, TN 37644-1660							
ACCOUNT NO.							1,006.02
Cox Interior, Inc. 1751 Old Columbia Road Campbellsville, KY 42718							
ACCOUNT NO.				X	X	X	10,509.66
Delta Gymsum PO Box 752113 Charlotte, NC 28275-2113			Judgment entered 11/9/10 - appealed 11/19/10				
Edward Brading, Esq. 104 E. Main St. Johnson City, TN 37604				X	X	X	23,943.28
ACCOUNT NO.							
Dominion Truss PO Box 2287 Abingdon, VA 24210							

Sheet no. 2 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 57,865.96
Total ➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X	X	X	12,000.00
DT Wood Engineering, Inc. 409 Green Valley Dri. Johnson City, TN 37601							
ACCOUNT NO.							500.00
East Tenn Rent-Alls 3711 Bristol Highway Johnson City, TN 37601							
ACCOUNT NO.							2,931.00
East Tn Casework 2218 Dry Creek Road Johnson City, TN 37604							
ACCOUNT NO.							5,000.00
East TN Sprinkler PO Box 1204 Johnson City, TN 37605							
ACCOUNT NO.							18,000.00
Ferguson Enterprises, Inc. PO Box 4148 Johnson City, TN 37602							

Sheet no. 3 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 38,431.00
Total ➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							2,797.18
Free Service Tire Stores PO Box 1637 Johnson City, TN 37605							
ACCOUNT NO.							4,320.00
G&S Trees PO Box 686 Elk Park, NC 28622							
ACCOUNT NO.							47,695.11
General Shale PO Box 71917 Chicago, IL 60694-1917							
ACCOUNT NO.				X	X	X	1,002.81
Heritage Propane PO Box 900 Johnson City, TN 37605-0900							
ACCOUNT NO.							1,285.00
Highlands Engineering 2700 S. Roan St. Suite 212 Johnson City, TN 37601							

Sheet no. 4 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 57,100.10
Total ➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							3,500.00
Joey Sharrett 234 Wildwood Dr. Bristol, TN 37620							
ACCOUNT NO.							37,414.32
Lowes PO Box 530954 Atlanta, GA 30353							
ACCOUNT NO.							5,000.00
McClain's Pest Control 1830 West Elk Ave Elizabethton, TN 37643							
ACCOUNT NO.							5,079.91
Norandex 750 Industrial Pk Rd Piney Flats, TN 37686							
ACCOUNT NO.							1,436.00
Pop a Lock 114 Judge Gresham Rd. Gray, TN 37615							

Sheet no. 5 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 52,430.23
Total ➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							1,497.50
Powell Construction 3622 Bristol Highway Johnson City, TN 37601							
ACCOUNT NO.							9,623.11
Preston McNees 720 Rolling Hills Drive Johnson City, TN 37604			Judgment entered 11/9/10/ Appealed 11/19/10				
Edward T. Brading, Esq. 104 E. Main Street Johnson City, TN 37604							
ACCOUNT NO.							118,000.00
Probuild 691 Suncrest Dr. Gray, TN 37615			Lien claimant under TCA 66-11-101 as recorded	X	X	X	
Arthur M. Fowler, III, Esq. 130 East Market St. Johnson City, TN 37604							
ACCOUNT NO.							7,402.00
Public Drainage Supply 260 Shanks Rd. Blountville, TN 37617							

Sheet no. 6 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤ \$ **136,522.61**
Total ➤ \$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							111,940.00
Regions Bank PO Box 11407 Birmingham, AL 35246-0054			Allison Hills #44 (482 Grovemont) (Deed Released)				
Walter Winchester, Esq. Winchester, Sellers, Foster Suite 1000 First TN Plaza 800 S. Gay Street Knoxville, TN 37929-9701							
ACCOUNT NO.							23,683.65
Roniel Childress/Childress Heating A/C & Refrigeration c/o J. Wesley Edens, Esq. 900 Anderson St. Bristol, TN 37620			Law suit filed/countersuit				
ACCOUNT NO.							4,000.00
Scott Curtis Siding 250 Miller Rd Jonesborough, TN 37659							
ACCOUNT NO.							10,774.79
Sherwin Williams 108 Mountcastle Dr. Johnson City, TN 37601-2522							

Sheet no. 7 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤ \$ 150,398.44

Total ➤ \$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X	X	X	20,001.00
Stowers PO Box 14802 Knoxville, TN 37914			lien filed 11/10/10 in Washington County - Cardinal Forest lots-not where equipment was used.				
ACCOUNT NO.							14,223.98
Summers Taylor PO Box 1628 Elizabethton, TN 37644-1628							
ACCOUNT NO.							41,223.98
Sun Windows PO Box 1329 Owensboro, KY 42302							
ACCOUNT NO.							2,453.27
Superior Distribution Co. PO Box 248 Piney Flats, TN 37686							
ACCOUNT NO.							7,345.00
The Sign Factory 3117 Bristol Highway Johnson City, TN 37601							

Sheet no. 8 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 85,247.23
Total ➤	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC Case No. _____ Debtor _____ (If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							17,000.00
Tim Phillips 514-A- Pilgrim Court Johnson City, TN 37601							
ACCOUNT NO.							120,273.74
Transit Mix Concrete Co., Inc. PO Box 1275 Johnson City, TN 37605-1275							
ACCOUNT NO.							0.00
Triple R, Inc. 1056 Suncrest Drive Gray, TN 37615							
ACCOUNT NO.					X	X	27,025.00
USA Aggregates PO Box 2389 Knoxville, TN 37901							
ACCOUNT NO.							5,600.00
Volunteer Oil PO Box 1099 Johnson City, TN 37605							

Sheet no. 9 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	➤	\$ 169,898.74
		\$
Total	➤	\$
		\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07) - Cont.

In re Gary Phillips Construction, LLC

Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							4,812.00
Winco 1200 Indian ridge Rd Johnson City, TN 37604							

Sheet no. 10 of 10 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ➤	\$ 4,812.00
Total ➤	\$ 898,566.94

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re: Gary Phillips Construction, LLC Case No. _____
Debtor (If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Adam Brooks 444 Old Grist Mill Gray, TN 37659	rental lease
Arlene Jarvis c/o Crye-Leike Realtors 128 Princeton Rd, Suite #2 Johnson City, TN 37601	real estate contract to close by 1/15/11 for 421 Brook Side Drive
Barbara Marshall 341 Coldwater Drive Johnson City, TN 37601	rental lease
Betty Little 704 Willow Springs Rd. Elizabethton, TN 37643	contract to purchase real estate - Lot 6 Riverstone
Bill and Angie Brown c/o Stephanie Conner, Broker/Crye-L 128 Princeton Rd, Suite #2 Johnson City, TN 37601	real estate contract to purchase 952 Allison Road (custom)
Blake Cantwell 448 Old Grist Mill Gray, TN 37659	rental lease
Douglas Stanley 317 Coldwater Drive Johnson City, TN 37601	rental lease
Elliott and Angelique Welch 125 Bernie Lewis Road Elizabethton, TN 37643	real estate contract to purchase MB-13 - 500 Brook Side Drive (custom)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Harold Lynn Barnes	rental lease
984 Allison Road	
Piney Flats, TN 37686	
Jack Nuckolls	rental lease
438 Old Grist Mill	
Gray, TN 37659	
Janine Dischert	rental lease
345 Coldwater Drive	
Johnson City, TN 37601	
Jason Hall	rental lease
349 Coldwater Drive	
Johnson City, TN 37601	
Jeremy Frazier	rental lease
449 Old Grist Mill	
Gray, TN 37659	
Josh White	rental lease
309 Coldwater Drive	
Johnson City, TN 37601	
Laura Tomlinson	contract to purchase real estate 397 Old Grist Mill Blvd to
c/o Stephanie Conner, Broker	
128 Princeton Rd, Suite #2	
Johnson City, TN 37601	close 12/9/10
Michael Wagner	rental lease
313 Coldwater Drive	
Johnson City, TN 37601	

In re: Gary Phillips Construction, LLC Case No. _____
Debtor (If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Myreon Martin	rental lease
325 Coldwater Drive	
Johnson City, TN 37601	
Rebecca White	real estate contract to purchase property 77 Durham
5 Shelldrake	(custom)
Johnson City, TN 37601	
Renouvs Spa	contract to purchase property - Coldwater Cove Land
c/o Stephanie Conner, Broker	
128 Princeton Rd, Suite #2	
Johnson City, TN 37601	
Robert Alworth	rental lease
321 Coldwater Drive	
Johnson City, TN 37601	
William Barrett	rental lease
431 Old Grist Mill	
Gray, TN 37659	
Zach & Katherine Fillers	real estate contract to purchase AH-44 - 482 Grovemont
1310 Woodbury Drive	-closing 12/15/10
Knoxville, TN 37912	

In re: Gary Phillips Construction, LLC**Debtor****Case No.**

(If known)

SCHEDULE H - CODEBTORS Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
------------------------------	------------------------------

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court
Eastern District of Tennessee**

In re Gary Phillips Construction, LLC,
Debtor
Case No. _____
Chapter 11 _____

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	3	\$ 12,815,389.00		
B - Personal Property	YES	4	\$ 440,308.85		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	5		\$ 6,663,052.33	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	5		\$ 52,780.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	11		\$ 898,566.94	
G - Executory Contracts and Unexpired Leases	YES	3			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
TOTAL		32	\$ 13,255,697.85	\$ 7,614,399.27	

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re Gary Phillips Construction, LLC
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

(NOT APPLICABLE)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **Gary Phillips**, the Sole-Member of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 34 sheets (*Total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date 12/3/2010

Signature: s/ Gary Phillips

Gary Phillips Sole-Member

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Sherwin Williams
108 Mountcastle Dr.
Johnson City, TN 37601-2522

General Shale
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Chicago, IL 60694-1917

Braken Paving
PO Box 926
Blountville, TN 37617

Sun Windows
PO Box 1329
Owensboro, KY 42302

Lowes
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Atlanta, GA 30353

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Tim Phillips
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Johnson City, TN 37601

Transit Mix Concrete Co., Inc.
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Johnson City, TN 37605-1275

Summers Taylor
PO Box 1628
Elizabethton, TN 37644-1628

Norandex
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Piney Flats, TN 37686

31 W Insulation
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Blountville, TN 37617

The Sign Factory
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A Grant Dunn
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Volunteer Oil
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All Seasons Insulation
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31 W Insulation

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De Lage Landen
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Pop a Lock

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Zach & Katherine fillers

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Knoxville, TN 37912

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TENNESSEE**

IN RE:

Case No.: _____

Gary Phillips Construction, LLC

Debtor(s)

VERIFICATION OF CREDITOR MATRIX

The above Debtor(s) hereby verifies under the penalty of perjury under the laws of the United States of America that the attached list of creditors is true and correct to the best of his/her knowledge.

Date: **12/3/2010**

s/ Gary Phillips
Debtor

/s/Fred M. Leonard
Attorney for Debtor(s)